

INTERNAL RULES

&

REGULATIONS

OF

ALLIANCE OF MEDITERRANEAN NEWS AGENCIES (AMAN) LIMITED

INTRODUCTION

1. This document sets out the internal rules and regulations of the **ALLIANCE OF MEDITERRANEAN NEWS AGENCIES (AMAN) LIMITED** (hereinafter the **"Alliance"**).
2. The Alliance is a limited liability company with share capital, duly incorporated in Cyprus with registration no. [403172]. The Alliance is a non-profit company and does not have the power to issue and distribute dividends to its members. The registered office of the Alliance is at: Cyprus News Agency, 21 Akademias Avenue, 2107 Aglantzia, Nicosia, Cyprus, P.O. BOX 23947, CY-1687 Nicosia.
3. This document should be read in conjunction with the Memorandum and Articles of Association of the Alliance. The provisions of this document take precedent over the Memorandum and Articles of the Association.
4. The rules for the Annual AMAN Competitions for Best News Item and Best Photo, which are attached as Appendix A, are hereby incorporated and form an integral part of this document. In the event of a conflict and/or discrepancy between the provisions of the Memorandum and Articles of Association of the Alliance, the rules for the Annual AMAN Competitions for Best News Item and Best Photo and the provisions of this document, the provisions of the Memorandum and Articles of Association of the Alliance shall prevail.

DEFINITIONS AND INTERPRETATION

5. The following definitions and rules of interpretation apply in this document:
 - (a) Capitalised terms used but not defined in this document, shall have the meaning given to them in the Memorandum and Articles of Association of the Alliance.
 - (b) Definitions:

"Annual General Assembly" means the Annual General Meeting of the Alliance held pursuant to section 125 of the Companies Law, Cap.113,

"Follow-Up Committee" means the Board of Directors of the Alliance,

"General Assembly" means the General Meeting of the Alliance,

"Observers" means all and any alliances, federations, unions and/or associations of news agencies that have been admitted as observers and retain their status as observers of the Alliance,

"Parties" means all members of the Alliance, members of the Board of Directors, the Secretary of the Alliance and all Observers,

"Secretary General" means the Secretary of the Alliance,

"Special Resolution" means a special resolution of the members at a General Assembly for which notice of 21 days was given and which was approved by a majority of at least three-quarters (3/4) of the members present and having a right to vote and which may also be taken by unanimous written decision of the members,

"the President" means any person appointed to perform the duties of the President of the Board of Directors of the Alliance,

"this document" means this document, which sets out the internal rules and regulations of the Alliance.

PERSONS OBLIGED TO COMPLY WITH THE ALLIANCE'S INTERNAL RULES AND REGULATIONS

6. This document contains binding principles and rules of conduct for:
 - (a) The members of the Board of Directors,
 - (b) The Secretary of the Alliance,
 - (c) All members (holders of shares) of the Alliance and
 - (d) All Observers.

GUIDING PRINCIPLES AND AIMS OF THE ALLIANCE

7. The Alliance is founded and operates on the following guiding principles:
 - (a) The future development of closer information in the Mediterranean region between the news agencies of the countries on the shores of the Mediterranean,
 - (b) That information and communication will be able to play a basic role in the realization of the consciousness that it is necessary to strengthen the ties between Mediterranean countries,
 - (c) Issues like democratization, human rights, socio-economic, cultural and scientific development, the environment, migration (and) peace and security in the Mediterranean could be subject to ties and dialogue between news agencies of the countries on the shores of the Mediterranean,
 - (d) That it is necessary to achieve this communication with the desire of contributing to Mediterranean information and in the framework of free transfer of information,
 - (e) That meetings between Mediterranean countries news agencies at predetermined intervals will strengthen dialogue and cooperation among them and direct them to other areas of interest,

8. The Alliance is further founded and operates with the aim of strengthening cooperation between news agencies of the countries on the shores of the Mediterranean and is charged with investigating possibilities and ways of achieving its aims and objectives, including but not limited to creating a directory of the Mediterranean news agencies and developing technical relations between all Parties.

ETHICS

9. All Parties are expected and must adhere to the highest of professional and ethical standards.

10. All Parties are expected, at all times, to act in accordance with this document, to promote and act in the best interests of the Alliance and to refrain from and not do anything (including but not limited to making any defamatory and/or libelous statements) that is contrary to the guiding principles, interests and reputation of the Alliance and any of its members, Directors, the Secretary and/or Observers.

11. The values of equality, tolerance, respect for others, and professionalism govern the Alliance. The Alliance is non-political and will not engage or participate in and shall not be used for the furtherance of any political objects, agendas and/or purposes.

OBSERVERS

12. By a Special Resolution of the General Assembly, the Alliance may admit and grant observer status to federations, associations and/or associations of news agencies which are not Members of the Alliance.

13. An application to be granted observer status must first be addressed by the interested federation, association and/or association of news agencies, to the Board of Directors. The Board of Directors then submits this for consideration to the next General Assembly of the Alliance.

14. Observers who at the time that notice is given of a General Assembly (in accordance with the Articles of Association) are in good standing and have retained their observer status, may be invited to the General Assembly of the Alliance. In such event, observers may attend the General Assembly of the Alliance, without having a right to vote. Observers have no right to be elected to and/or nominate candidates for any positions on the Board of Directors and/or for the Secretary of the Alliance.

15. In the event of a serious breach of the provisions of this document by an observer (including but not limited to unethical and/or unprofessional conduct) then its status of observer is automatically terminated and/or withdrawn. The affected federation, association and/or association of news agencies must then submit a new application to be granted observer status, in accordance with the provisions of this document.

16. In the event that an observer is not represented at the General Assembly for two consecutive years, its status of observer is automatically terminated and/or withdrawn. The

affected federation, association and/or association of news agencies must then submit a new application to be granted observer status, in accordance with the provisions of this document.

17. At the time of adoption of this document, observers were: CURRENT OBSERVERS.

PROCEEDINGS AT A GENERAL ASSEMBLY

18. All General Assemblies are chaired by the President of the Board of Directors or, in the event of his incapacity or impediment, by one of the Vice Presidents of the Board of Directors.

MEMBERS, POWER AND DUTIES OF THE BOARD OF DIRECTORS

19. Unless otherwise determined by the members, the Alliance shall have at least three (3) Directors.

20. The Board of Directors of the Alliance shall be composed of the President, the First and the Second Vice President.

21. The President is appointed for a term of one (1) year. The President must be the member of the Chief Executive Officer of the member-agency which hosted the last Annual General Assembly and retains his position until the commencement of the next Annual General Assembly of the Company.

22. In addition, and subject to the restrictions set forth in these Regulations, the President represents the Alliance, calls and presides over meetings of the General Assembly and of the Board of Directors.

23. The two (2) Vice Presidents shall be appointed for a period of one (1) year.

24. The Chief Executive Officer of the member or the member which held the previous presidency of the Board of Directors is appointed as the First Vice President.

25. The Chief Executive Officer of the member or the member which will host the next Annual General Assembly of the Alliance is appointed as the Second Vice President.

26. The President and the two (2) Vice Presidents may delegate their powers to another representative of the member agency they represent.

27. Irrespective of any provision to the contrary contained in these Regulations, in the event of a resignation of a Director in between Annual General Assemblies, the resigning Director shall be replaced as follows:

- (a) If the President resigns, the position of the President shall be assumed by the First Vice President,
- (b) If the First Vice President resigns, this position shall remain vacant until the next General Assembly,

- (c) If the Second Vice President resigns, the Board of Directors is authorized to fill the vacant position by appointing to it, the Managing Director of any member which accepts to host the next Annual General Assembly of the Alliance.

PROCEEDINGS OF DIRECTORS

28. Meetings of the Board of Directors are summoned and chaired by the President or in his absence, by the First Vice President of the Board of Directors.
29. The Board of Directors meets at least two (2) months before the Annual General Assembly in order to prepare the agenda of the upcoming Annual General Assembly and to distribute it to the members at least three (3) weeks prior to the General Assembly.
30. Decisions of the Board of Directors are taken by a simple majority of the members present. In the event of a tie, the President shall have a second or casting vote.
31. The quorum necessary for the transaction of the business of the Directors shall be two (2) members of the Board of Directors present in person or via an authorised representative.

AMENDMENT OF THESE REGULATIONS

32. These Internal Rules and Regulations may be amended by a Special Resolution of the Alliance.

APPENDIX A



**ALLIANCE
OF MEDITERRANEAN NEWS AGENCIES
(AMAN)**



**RULES
FOR THE ANNUAL AMAN COMPETITIONS
FOR BEST NEWS ITEM AND BEST PHOTO**

Proposal of the Follow-Up Committee to the Ninth General Assembly of the Alliance of Mediterranean News Agencies (AMAN) in Cordoba, Spain (June 2000), drafted by the Cyprus News Agency (CNA).

Further to the decision taken by AMAN at its Sixth General Assembly in Cairo in June 1997 and building on draft rules for the competitions subsequently prepared by MAP, as well as the experience gained from three competitions in the years 1998, 1999 and 2000, the Follow-Up Committee recommends the official adoption by the General Assembly of AMAN in Cordoba, Spain of the following rules:

GENERAL CONDITIONS:

1. Both competitions are held annually.
2. Entries must refer to themes concerning the Mediterranean basin.
3. Entries must have been published by the submitting member news agency during the last twelve months prior to the date when the competitions are declared.
4. Each member news agency may participate with one news item and one photo only.

PROCEDURE:

1. The two competitions are declared by circular letter and on the website of the Alliance by the current Secretary General of AMAN by December 15.
2. Entries must reach the Secretary General of AMAN by March 15.
3. The news items and photo captions must be translated into English.
4. News items must not exceed 1.200 words.
5. Photos can be in colour or black and white.
6. Photo captions must not exceed 100 words.
7. Photos and captions must be sent to the Secretary General of AMAN by e-mail.
8. The Secretary General must send copies of the entries to the members of the Follow-Up Committee.
9. The Follow-Up Committee, at its meeting in April, chooses the winners from the entries submitted in accordance with the above and announces them at the following General Assembly.

PRIZES:

1. The prizes are awarded to the winners of the best news item and best photo competition within the term of office of the next President of AMAN.

2. The winners of the two competitions are offered a trip to the country of the next President. The host agency covers all expenses, hotel accommodation, meals and transportation. The trip must coincide with the AMAN annual General Assembly and Seminar. Air tickets are covered by AMAN Fund.
 3. The winners are presented, at the next General Assembly, with certificates signed by the current President of AMAN. The host Agency is free to present special gifts to the winners.
 4. The winning entries are inserted in the homepage of AMAN on the Internet.
 5. The winning entries can be published after the General Assembly.
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